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BEFORE THE
Federal Communications Commission
WASHINGTON, D.C. RECEIVED

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In the Matter of

Provision of Directory Listing Information
Under the Communications Act of 1934,
As Amended

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CC Docket No. 99-273

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

COMMENTS OF THE ASSOCIATION OF DIRECTORY PUBLISHERS

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13 October 1999

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INTRODUCTION

Due to unreasonable rates, terms, and conditions offered by certain local change carriers ("LECs") in some parts of the country, independent directory publishers are unable to obtain subscriber list information ("SLI") for use in Internet directories. These LECs should not be permitted to exclude independent directory publishers from the emerging Internet directory market. Thus, the Commission should conclude that the phrase "for purposes of publishing directories in any format" in section 222(e) includes Internet directories. This view is supported by the plain language of the statute and the Internet directory offerings of the Bell Operating Companies and other LECs. Moreover, Commission guidance is needed to ensure that LECs are not able to base their prices for SLI for use in Internet directories on the "value" of the directory or restrict the format that independent publishers may utilize.

Similarly, the Commission should conclude that the plain language of section 222(e) includes "oral" publication of listing information by a directory assistance provider. In acknowledging the convergence of printed, Internet, and "oral" directories, the Commission must ensure that all similarly situated publishers are treated equally. Thus, no directory format should obtain an advantage over the other in relation to the rates, terms, and conditions offered for the purchase of SLI from the LECs.

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COMMENTS OF THE ASSOCIATION OF DIRECTORY PUBLISHERS

The Association of Directory Publishers ("ADP"), by its attorneys, hereby submits its Comments in the above-captioned proceeding.¹

I. BACKGROUND.

ADP is an international trade association that represents the interests of independent telephone directory publishers that publish white and yellow pages directories and compete with the affiliates of the local exchange carriers ("LECs") in the sale of telephone directory advertising. The directory publishing affiliates of the LECs dominate the market for directory advertising with a market share of approximately 92%.² The LECs' dominant market share is directly attributable to their "total control" over subscriber listing information ("SLI"), an essential input to the publication of a directory.³

¹ In re Provision of Directory Listing Information Under the Communications Act of 1934, as Amended, CC Docket No. 99-273, Notice of Proposed Rulemaking, FCC 99-227 (rel. Sept. 9, 1999)("Notice").

² See Stephanie N. Mehta, "Look Out (Thud!) -- It's an All-Out Phone-Book War," Wall St. J., at B1 (June 10, 1999).

³ In re Implementation of the Telecommunications Act of 1996: Telecommunications Carriers' Use of Customer Proprietary Network Information and Other Customer Information, CC Docket No. 96-115, Third Report and Order, FCC 99-227, at ¶ 3 (rel. Sept. 9, 1999)("Third Report and Order"). The

Historically, and despite the enactment of section 222(e) in 1996, which was intended by Congress to guarantee independent publishers access to SLI at reasonable and nondiscriminatory rates, terms, and conditions, some LECs have engaged in unfair and anticompetitive SLI practices to protect their market share.⁴

Even on a playing field tilted to the LECs' advantage, independent directory publishers have been successful because they have developed more innovative products and provided better customer service than the incumbent LECs. Independent directory publishers have been responsible for most of the innovations and improvements introduced in the directory publishing market, such as the inclusion of zip codes and community information in printed directories and the development of area-wide and niche directories. Independent directory publishers also have been active in developing Internet directories. For example, Yellow Book USA, an independent directory publisher based in Rockville, New York, operates an online directory at YellowBook.com.⁵ However, in some parts of the country, independent publishers are unable to use SLI obtained pursuant to section 222(e) in Internet directories because of the unreasonable rates, terms, and conditions

(continued)

LECs obtain this information when they initiate service to local telephone customers or change that service. Id.

⁴ Id. at ¶ 4.

⁵ In part, British Telecommunications PLC's recent acquisition of Yellow Book USA for \$665 million can be credited to BT's interest in Yellow Book's online operations. See Gautam Naik and Stephanie N. Mehta, "BT Buys Yellow Book for \$665 Million, Expanding Reach of Yellow Pages Unit," Wall St. J. (Aug. 27, 1999). BT is one of the biggest publishers of yellow pages in Europe and "saw huge potential" in partnering Yellow Pages' online directory with its own portal site. Id.

imposed by certain LECs. Because directory products are dependent on obtaining accurate and complete SLI pursuant to section 222(e), these independent publishers are placed at a competitive disadvantage vis-à-vis their carrier-affiliated competitors.

II. THE COMMISSION SHOULD CONCLUDE THAT DIRECTORY PUBLISHERS MAY USE SLI FOR PUBLICATION IN INTERNET DIRECTORIES.

A. The Phrase "For Purposes Of Publishing Directories In Any Format" In Section 222(e) Encompasses Requests For SLI For Use In Internet Directories.

In the Notice, the Commission asked whether publishers may obtain SLI under section 222(e) for use in Internet directories.⁶ The plain language of section 222(e) encompasses requests for SLI for use in Internet directories. Section 222(e) states that:

a telecommunications carrier that provides telephone exchange service shall provide subscriber list information gathered in its capacity as a provider of such service on a timely and unbundled basis, under nondiscriminatory and reasonable rates, terms, and conditions, to any person, upon request for the purpose of publishing directories in any format.⁷

The phrase "publishing directories in any format" means exactly what it says and evidences Congress' intent not to restrict the kinds of directories that could be published using SLI obtained pursuant to section 222(e). That Congress intended this phrase to be inclusive was recognized by Commissioner Susan Ness: "the statutory language is clear on this

⁶ Notice, at ¶ 173.

⁷ 47 U.S.C. § 222(e)(emphasis added).

point -- 'in any format' necessarily includes directories published in an electronic format."⁸

Commissioner Harold Furchtgott-Roth came to a similar conclusion:

The statute requires that carriers make [subscriber list] information available "to any person upon request for the purpose of publishing directories in any format." Webster's Third New International dictionary is instructive. It defines "publish" to mean "to declare publicly: make generally known: disclose, circulate." Thus, . . . an entity that "discloses" this information on an Internet site would clearly be engaging in activity that the dictionary would call "publishing." In an age where commenters discuss the potential for a "paperless society," I cannot believe that a reference to publishing "in any format" should be limited to the printing of subscriber list information on paper.⁹

ADP concurs in the view that the plain language of the statute compels the Commission to conclude that Congress intended section 222(e) to include the publishing of directories in any format, including Internet directories.

Moreover, some Bell Operating Companies and other LECs themselves equate Internet directories with traditional, printed directories.¹⁰ As the Notice observes, BellSouth markets its Internet service offering as "The Real Yellow Pages" and "The Real White Pages." These listings are similar to those found in the printed yellow pages.¹¹ Ameritech, Bell Atlantic, GTE, and U S WEST also offer Internet yellow and white pages to consumers.¹² Not only are these directories referred to as yellow or white pages, but they permit users to "look up" listings by category or business name, as with the

⁸ Third Report and Order, at Separate Statement of Commissioner Susan Ness.

⁹ Id. at Separate Statement of Commissioner Harold Furchtgott-Roth Dissenting in Part.

¹⁰ Notice, at ¶¶ 174-75.

¹¹ Id. at ¶ 174.

¹² Examples of these Internet directories are attached hereto as Exhibit A.

traditional white and yellow pages. Thus, it is appropriate to conclude that, by its terms, section 222(e) includes Internet directories.

B. Finding That Section 222(e) Encompasses The Use Of SLI For Internet Directories Would Promote Competition In The Market For Directory Publishing And Encourage Innovation.

Finding that section 222(e) encompasses use of SLI for Internet directories is consistent with the legislative history, broader statutory scheme, and policy objectives of the 1996 Act.¹³ As the Notice observes, some carriers restrict or impose unreasonable rates, terms, and conditions on the use of SLI in Internet directories, rendering it uneconomic for directory publishers to use these carriers' SLI for Internet directories.¹⁴ If independent directory publishers cannot afford to purchase SLI for Internet directories from LECs, these publishers must rely on less accurate and up-to-date information. Reliance on such information will result in directories that are less useful to customers. Publishers whose directories are not useful will be less able to attract advertisers and compete successfully with the directory publishing affiliates of the LECs.

In enacting section 222(e), Congress recognized that SLI -- which is only available from the LECs -- must be provided to independent directory publishers at reasonable and nondiscriminatory rates, terms, and conditions. In the Third Report and Order, the Commission rejected arguments for "value" or "market" based pricing as contrary to Congressional intent to promote competition in the directory publishing market.¹⁵ Instead,

¹³ Notice, at ¶ 173.

¹⁴ Id. at ¶¶ 176-77.

¹⁵ Third Report and Order, at ¶ 89.

the Commission established appropriate benchmark prices that would enable independent publisher to compete with the directory publishing affiliates of the LECs while permitting carriers to recover their costs to provide the SLI.¹⁶ Because the use that publishers make of SLI does not affect the cost to carriers to provide it, or alter Congress' intent to open the directory publishing market to increased competition and promote innovation, the presumptive benchmarks and other rules adopted in the Third Report and Order should apply to Internet directories as well as print directories.

By using the phrase "in any format" in section 222(e), Congress plainly intended to ensure that LECs could not employ their control over SLI to hinder or limit the forms of competition they face. Congress intended that consumer demand -- not LECs -- regulate the kinds of directories available to advertisers and consumers.

C. Commission Guidance Is Needed To Prevent Anticompetitive Conduct By The LECs With Respect To Internet Directories.

In the Third Report and Order, the Commission recognized that clarification and particularization of the requirements of section 222(e) was necessary to prevent unfair carrier practices and encourage the development of competition in the directory publishing market.¹⁷ As the Commission observed in the Notice, "[a]ccording to one estimate, the revenues from . . . Internet directories will surpass those from printed directories by 2010."¹⁸ As recognized in the Notice, anticompetitive practices exist in relation to

¹⁶ The Commission established presumptive cost-based rates of four cents per listing for base file listings and six cents per listing for updates. See id. at ¶ 72.

¹⁷ Id. at ¶ 23.

¹⁸ Id. at ¶ 2.

provision of SLI for use in Internet directories. The Commission must adopt rules prohibiting these and other anti-competitive practices in order to promote competition and innovation in the growing and increasingly important Internet directory market.

The Commission should preclude carriers from imposing on requesting directory publishers rates, terms, and conditions for SLI obtained to publish Internet directories that differ from the rates, terms, and conditions the carrier imposes for SLI obtained to publish other directories. Thus, for example, it would not be permissible for a carrier to charge different prices for SLI that will be used in printed directories than for Internet directories, as BellSouth does. BellSouth sells SLI to directory publishers in several states through a Directory Publishers Database Service ("DPDS") tariff.¹⁹ By its terms, the DPDS tariff does not encompass the sale of listings for use in an Internet directory, and BellSouth will not permit listings sold under this tariff to be used in Internet directories. Rather, BellSouth asserts that Internet directories are directory assistance and therefore it will permit listings to be used for Internet directories only when such listings are purchased under BellSouth's Directory Assistance Database Service ("DADS") tariff.²⁰ The DADS tariff, however, requires the Internet publisher to pay BellSouth 3.5 cents each time the Internet directory is accessed.²¹ Thus, the more popular and useful the directory, the more

¹⁹ A copy of BellSouth's DPDS tariff is attached hereto as Exhibit B.

²⁰ A copy of BellSouth's DADS tariff is attached hereto as Exhibit C.

²¹ That the Florida Public Service Commission ("Florida PSC") has permitted BellSouth to charge publishers under its directory assistance tariff for SLI used in Internet directories is irrelevant. The Florida PSC also held that value-based prices are appropriate. This view has been rejected by the Commission. As the Federal agency charged with enforcing and interpreting the provisions of the Communications Act, the Commission's interpretation of section 222(e) must take precedence over a State public utility commissions' contrary (and erroneous) interpretation. See AT&T Corp. v. Iowa Utilities Board, 119 S. Ct. 721 (1999).

expensive the listings become. This cost structure is indistinguishable from a value-based price for SLI, which the Commission has recognized was inconsistent with section 222(e).

The Commission should also preclude carriers from restricting how third parties may use and access Internet directories that contain SLI obtained from the carrier. For example, Cincinnati Bell typically requires publishers obtaining SLI for use in Internet directories to format their directories so that an end user may not download or view more than 15 listings with a single command.²² Cincinnati Bell appears to have no motive for this restriction other than to protect the market share of its own electronic database and printed directories from competitors.²³ This is exactly the kind of anticompetitive behavior Congress sought to preclude in enacting section 222(e).

III. THE LANGUAGE AND LEGISLATIVE INTENT OF SECTION 222(e) SUPPORT THE CONCLUSION THAT THIS PROVISION ENCOMPASSES "ORAL" PUBLICATION OF A DIRECTORY.

The Notice seeks comment on whether the phrase "for purposes of publishing directories in any format" in section 222(e) encompasses the oral publication of listing information by a directory assistance provider.²⁴ As stated above, the broad language of section 222(e) includes directories published in "any" format, suggesting that Congress did not intent to limit the reach of the provision to a particular directory format. Moreover,

(continued)

Thus, State regulation that is inconsistent with the Federal rules adopted in this proceeding should be precluded.

²² Notice, at ¶ 177.

²³ Sales material for Cincinnati Bell's electronic and printed yellow pages directories is attached hereto as Exhibit D.

²⁴ Notice, at ¶ 180.

according its common, dictionary definition, "publication" may occur orally. Thus, Congress did not limit section 222(e) to printed directories.

IV. THE GOAL OF THIS PROCEEDING SHOULD BE TO PROMOTE COMPETITION, NOT TO CREATE ARTIFICIAL CLASSIFICATIONS BETWEEN DIRECTORIES.

Internet directories are similar in many ways to traditional paper directories -- the service is offered at no charge to consumers and revenue is generated from advertising sales. However, Internet directories are not simply electronic versions of the printed yellow pages. They contain interactive features such as links to on-line shopping directories, maps, business guides, and other enhancements that would not be possible in a paper directory. Some Internet directories can even connect users directly by telephone to the person found in the on-line directory.²⁵ Thus, the distinction between "oral" directory assistance, on the one hand, and printed directories, on the other, has been eroded by advances in technology.

Recognizing this convergence between directory publishing and directory assistance, the Notice seeks comment on whether directory publishing under section 222(e) and directory assistance under section 251(b)(3) are mutually exclusive categories.²⁶ ADP submits that the goal of this proceeding should be to promote competition, not to create classes of directories that are based on distinctions between directory assistance and directory publishing that will soon be out-of-date. To enhance competition as intended by Congress, the Commission must ensure that publishers can

²⁵ This service is provided by AT&T. For more information, see AT&T's website at <www.anywho.com>. An example of a search performed on this site is attached hereto as Exhibit E.

obtain subscriber listings at cost-based rates and under reasonable and nondiscriminatory terms and conditions, regardless of whether access is sought for a printed, Internet, or "oral" directory. By the same token, the Commission must ensure that all similarly situated publishers are treated equally in enacting rules in this proceeding.²⁷ No directory format should obtain an advantage over the other in relation to the rates, terms, and conditions offered for the purchase of SLI.

(continued)

²⁶ Notice, at ¶ 179.

²⁷ See Chadmoore Communications, Inc. v. FCC, 113 F.3d 235, 242 (D.C. Cir. 1997)(An agency may not treat like cases differently without adequate justification); Airmark Corp. v. FAA, 758 F.2d 685, 691 (D.C. Cir. 1985)(same).

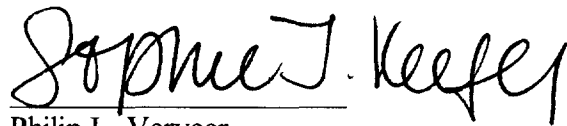
V. CONCLUSION.

For the foregoing reasons, ADP urges the Commission to adopt the relief requested herein.

Respectfully submitted,

**THE ASSOCIATION OF
DIRECTORY PUBLISHERS**

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13 October 1999

CERTIFICATE OF SERVICE

I, Trisha A. McLean, do hereby certify that on this 13th day of October, 1999, copies of the foregoing Comments of the Association of Directory Publishers were hand delivered to the following parties:

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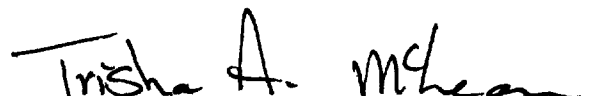

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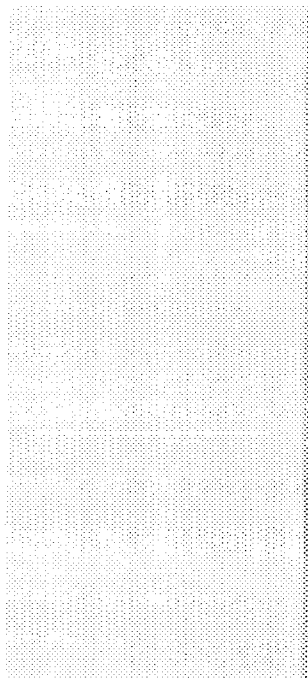
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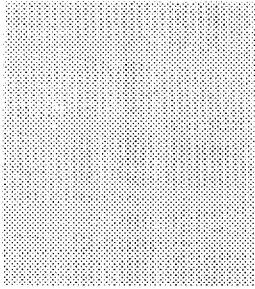
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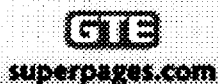
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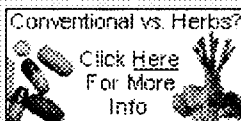
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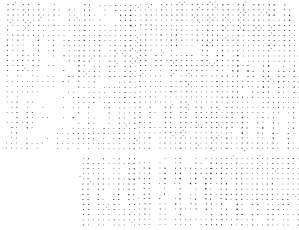
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EXHIBIT B

BELLSOUTH
TELECOMMUNICATIONS, INC.
FLORIDA
ISSUED: May 16, 1997
BY: Joseph P. Lacher, President -FL
Miami, Florida

GENERAL SUBSCRIBER SERVICE TARIFF

First Revised Page 4
Cancels Original Page 4

EFFECTIVE: May 21, 1997

A38. LISTING SERVICES

A38.1 Directory Assistance Database Service (DADS) (Cont'd)

A38.1.3 Rates and Charges (Cont'd)

A. The following license fees apply for Directory Assistance Database Service. (Cont'd)

2. Monthly Recurring Charge

Monthly Rate	USOC
\$150.00	DBSAF

(a) Per Month

B. Cancellation Fees¹

1. Prior to scheduled delivery of initial base file

Nonrecurring Charge	USOC
\$-	NA

(a) Per Cancellation

C. Termination Fees²

1. On or after scheduled delivery of initial base file

(a) Per Termination

NA

A38.2 Directory Publishers Database Service (DPDS)

A38.2.1 Description of Service

- A. At the request of a customer, the Company will provide Directory Publishers Database Service (DPDS) to a customer solely for the compilation, production, publication, correction, and distribution of printed booklet CD ROM or *diskette* directories as alphabetical and/or numerically sequenced classified telephone directories for general telephone number service and/or for the sale or solicitation of advertising from business customers to be contained in a published directory. A *directory* is defined as a dated, tangible alphabetical and/or numerically sequenced list containing the listed names, addresses, primary business classification (where available) and telephone numbers of BellSouth's subscribers located within the central office NPA-NXX codes requested for publishing in printed, diskette or CD ROM format.
- B. Directory Publishers Database Service (DPDS) will optionally provide a Weekly Business Activity Report (WBAR) which may be used for the sale or solicitation of advertising to be contained in a published directory. The WBAR may also be used for update and/or delivery of directories; however, WBAR may not be suitable for these purposes. The customer assumes full responsibility for the use of the WBAR to update and deliver directories.
- C. BellSouth will commence development of a New Connect Report (NCR) upon receipt of a bona fide order(s) for such service; which may then be provided as a DPDS option to be implemented 30 days from the initial order date and no later than 7/1/97. While there would be no minimum subscription period for NCR, the ordering customer(s) would be required to pay BellSouth a minimum of the entire cost of service development, regardless of the subscription period. In the event the ordering customer(s) cancel service prior to the time the Company has recovered its costs via rates paid for the NCR option(s), these costs will be recovered via a termination fee to be paid by the customer(s). The termination fee would be equal to the difference in rates paid for the option by the customer(s) to BellSouth and the Company's total development costs incurred.

The NCR option developed would include provision of only the names, telephone numbers, listed address and billing addresses (if different from the listed address) of new BellSouth residential and/or business subscribers (ordering DPDS customers may specify residence, business or both). The listing data provided would include only the complete mailing addresses for non-listed and non-published numbers. Residence listings provided via NCR may be used solely for the purpose of delivering telephone directories. Business listings provided via the NCR may be used for soliciting yellow page advertising and for delivering directories.

Note 1: The nonrecurring cancellation fee will be computed to allow the Company to recover all cost incurred by the Company for work performed prior to cancellation.

Note 2: The DADS termination fee applies when the customer requests termination of DADS service prior to the 12 month minimum subscription period. The termination fee will be determined by multiplying the number of months remaining in the 12 month subscription period by the monthly recurring charge, referenced in A38.1.3.A. preceding.

**BELLSOUTH
TELECOMMUNICATIONS, INC.**

FLORIDA

ISSUED: May 16, 1997

**BY: Joseph P. Lacher, President -FL
Miami, Florida**

GENERAL SUBSCRIBER SERVICE TARIFF

**First Revised Page 5
Cancels Original Page 5**

EFFECTIVE: May 21, 1997

A38. LISTING SERVICES

A38.2 Directory Publishers Database Service (DPDS) (Cont'd)

A38.2.1 Description of Service (Cont'd)

- D. BellSouth will commence development of a Sort Extract option which would provide a one time extract of listings sorted in any of the following sequences: NPA-NXX code, zip code (when available on records), residential customer, business customer and/or "A to Z" extractions of foreign exchanges, remote call forwarding and 800 numbers upon receipt of a bona fide order(s) for such service. In the event a bona fide order is received, the Sort Extract option may then be provided as a DPDS option to be implemented 30 days from the initial order date and no later than 7/1/97. While there would be no minimum subscription period for Sort Extract option, the ordering customer(s) would be required to pay BellSouth a minimum of the entire cost of service development, regardless of the subscription period. In the event the ordering customer(s) cancel service prior to the time the Company has recovered its costs via rates paid for the Sort Extract option, these costs will be recovered via a termination fee to be paid by the customer(s). The termination fee would be equal to the difference in rates paid for the option by the customer(s) to BellSouth and the Company's total development costs incurred.
- E. BellSouth will commence development of a Daily Update option which would provide daily service order activity affecting the designated database of listings maintained by the customer sequenced in any of the Sort Extract option formats described in paragraph D, preceding. In the event a bona fide order is received, the Daily Update option may then be provided as a DPDS option to be implemented 90 days from the initial order date and no later than 9/1/97. While there would be no minimum subscription period for Daily Update option, the ordering customer(s) would be required to pay BellSouth a minimum of the entire cost of service development, regardless of the subscription period. In the event the ordering customer(s) cancel service prior to the time the Company has recovered its costs via rates paid for the Daily Update option, these costs will be recovered via a termination fee to be paid by the customer(s). The termination fee would be equal to the difference in rates paid for the option by the customer(s) to BellSouth and the Company's total development costs incurred.
- F. Directory Publishers Database Service (DPDS) is available and must be ordered by Central Office NPA-NXX codes as specified in A38.2.3.
- G. DPDS will provide the following:
 - 1. **Central Office NPA-NXX Listing File**
An extract containing the listed names, addresses, primary business classification (where available) and telephone numbers of Company subscribers located within the Central Office NPA-NXX codes requested.
Central Office NPA-NXX Listing Files will be provided on either magnetic media (round 9-track 6250 BPI tape) or printed paper at the customer's request.
The Company will require sufficient time (approximately 2 weeks) after receiving an order to prepare the Central Office NPA-NXX Listing File.
 - 2. **Weekly Business Activity Report (WBAR)**
Weekly reporting changes affecting the business listings of the Company's subscribers served via a requested Central Office NPA-NXX will be provided optionally, at the customer's request, as specified in A38.2.3 following. These reports will include changes in main listed names, addresses and telephone numbers resulting from orders establishing, terminating or orders transferring main service (N,D,R,X,C and T orders). These reports are made available exclusively to directory publishers for their use in soliciting advertising for future directories. These reports will not be provided to other types of customers for any other purpose. The business subscriber data will include:
 - a. Listed Name
 - b. Listed Address
 - c. Listed Telephone Number
 - d. Billing Name (if different from the listed name)
 - e. Billing Address (if different from the listed address)
 - f. Primary Business Classification (as selected by the business subscriber if such business classification was obtained by the Company)¹

Note 1: The primary business classification may not be retained by the Company beyond one week and therefore may not be available after that week.

BELLSOUTH
TELECOMMUNICATIONS, INC.
FLORIDA

ISSUED: May 16, 1997

BY: Joseph P. Lacher, President -FL
Miami, Florida

GENERAL SUBSCRIBER SERVICE TARIFF

First Revised Page 6
Cancels Original Page 6

EFFECTIVE: May 21, 1997

A38. LISTING SERVICES

A38.2 Directory Publishers Database Service (DPDS) (Cont'd)

A38.2.1 Description of Service (Cont'd)

- H. The customer must take reasonable steps to remove from its records and not publish in its directory any listing relating to subscriber service upon reasonable notice given by the Company and confirmed in writing that the listing has become non-published or non-listed in the records of the Company.
- I. The Company will take reasonable steps to provide accurate and current information when listings are ordered under this Tariff. Customer understands and acknowledges, however, that the data will require editorial review and revision. When the customer suspects errors or omissions in the listing information received, the customer agrees to contact the Company and supply it with copies of the suspected errors or omissions. The customer may change the listing provided to reflect the corrected listing information in the directory it publishes. The Company has no obligation to update the information after it has been transmitted to customer, except as provided in any tariff update service.
- J. Upon any request for Directory Publishers Database Service, the Company shall provide the customer with or will notify the customer of a reasonable procedure for obtaining such additions and discontinuances of Central Office NPA-NXX codes. The Company is not required to provide notice of such additions and discontinuance of Central Office NPA-NXX codes to the customer as long as there is a reasonable method by which the customer can obtain that information.
- K. Rates for the use of DPDS are as set forth in A38.2.3 following.

A38.2.2 Regulations

- A. The Company authorizes the use of DPDS pursuant to the terms of this Tariff. By virtue of such authorization, the Company does not transfer right, title or interest (including intellectual property rights), if any, which it may have in and to DPDS. This Tariff does not create or negate any rights, restriction, or prohibitions which exist pursuant to federal copyright or state and federal trademark law. The rights and obligations of the parties under those laws shall be determined in the appropriate agency or forum.
- B. When ordering an initial Central Office File, customer must within 180 days either:
 - 1) Publish its directory, or
 - 2) Order a subsequent Central Office NPA-NXX File, or
 - 3) If available, subscribe to a DPDS update service

Customer must publish its directory within 15 months of receipt of the initial DPDS Central Office NPA-NXX Listing File. The directory shall be initially published within such time frames in order to assume reasonably current number services data to users of the directory and thus avoid unnecessary use of the Company network, facilities or operations.
- C. Customer shall furnish without charge to the Company, within one month of directory publication, a copy of the white pages from its published directory(ies).
- D. Directory Publishers Database Service may not be used for any purpose which violates federal or state laws, statutes, regulatory orders or tariffs.

BELLSOUTH
TELECOMMUNICATIONS, INC.

GENERAL SUBSCRIBER SERVICE TARIFF

Original Page 7

FLORIDA

ISSUED: July 1, 1996

EFFECTIVE: July 15, 1996

BY: Joseph P. Lacher, President - FL
Miami, Florida

A38. LISTING SERVICES¹

(N)

A38.2 Directory Publishers Database Service (DPDS) (Cont'd)

A38.2.2 Regulations (Cont'd)

- E. The customer may not use DPDS to publish and distribute in any form lists of new or changed telephone subscribers. The customer shall not reproduce, rent, license or resell DPDS for any purpose other than as provided for in this Tariff.
- F. Except for the permitted uses, the customer shall not disclose DPDS to others and shall use due care in providing for the security and confidentiality of DPDS. The Company may suspend, terminate or refuse service if it has reasonable grounds to believe that the customer has failed to comply with any material provision of their Tariff, including failure to pay amounts due. If there is a "bona fide dispute" over whether the customer has failed or will fail to comply, the Company will follow its internal procedures to investigate and resolve the dispute.

If the Company refuses to furnish service, the Company shall give the customer notice by certified mail of the Company's grounds to believe that the customer will fail to comply and of the intent to refuse service. Prior to any suspension or termination of service, the Company shall give the customer notice by certified mail of the customer's failure to comply and of the intent to suspend or terminate service. Following ten (10) days from the receipt of the notice, the Company may suspend or terminate the service.

The customer shall have the right to bring the issue of the suspension of, termination of, or refusal to furnish service before the Florida Public Service Commission (FPSC) and the FPSC shall have final authority over the suspension, termination, or refusal to furnish service. If service is suspended or terminated, the customer agrees to return immediately all copies in its possession and to make no further use of DPDS data.
- G. Unless otherwise agreed to in writing, neither the customer nor its employees, agents or representatives shall state or represent or use any methods of advertisement, solicitation, order form, billing invoice, directory, stationary, promotional material or any artifice or device which indicates its directories are sponsored or approved by the Company or by the Company's affiliates. In addition, customer shall clearly display its name in print sufficiently large that a reasonable observer could easily determine the identity of the customer on each of the above.
- H. Customer shall undertake reasonable steps in advertising and publishing its directories to distinguish the identity of its directories from those published by or on behalf of the Company.
- I. The regulations set forth for deposits and payment of service in A2.4 of this Tariff shall apply for DPDS.
- J. The customer shall provide written specifications, signed by a duly authorized representative of the customer, for each DPDS order. All orders must be confirmed in writing by the customer.
- K. The customer shall indemnify, hold harmless and defend the Company from and against any Cost damage, expense (including, but not limited to reasonable attorneys fees and expenses) or liability arising out of any demand claim suit for judgment for damages, however, caused which may arise out of the customer's use of the listings provided under this Tariff, including but not limited to claims arising out of errors or omissions in any paid advertisements and claims arising out of publication or non-publication of listing information that changes after the listing is provided to the customer. The customer shall not be responsible for any cost, damage, expense or liability arising out of any fault or negligence of the Company.

Note 1: Text is shown as new due to reissue of all Tariff Sections. No changes in rates or regulations were made with this filing.

BELLSOUTH
TELECOMMUNICATIONS, INC.
FLORIDA

ISSUED: May 16, 1997

BY: Joseph P. Lacher, President -FL
Miami, Florida

GENERAL SUBSCRIBER SERVICE TARIFF

First Revised Page 8
Cancels Original Page 8

EFFECTIVE: May 21, 1997

A38. LISTING SERVICES

A38.2 Directory Publishers Database Service (DPDS) (Cont'd)

A38.2.2 Regulations (Cont'd)

- L. The customer accepts the listing information as received from the Company's subscriber or an "as is" basis, with all the faults, errors, and omissions, if any, that exist when the Company receives the information from the Company's subscriber, and the Company does not warrant the accuracy of the information as received from its subscriber and furnished to the customer. The Company assumes no responsibility or liability for any errors or omissions in the information as received by the Company from its subscriber and furnished to the customer.

The Company assumes no liability for errors and omissions of any kind contained in any paid advertisement included in publisher's directory. Customer agrees that all listing information derived from DPDS and contained in any such paid advertisement, including names, addresses and telephone numbers shall be obtained from or verified by the advertiser whose advertisement appears in publisher's directory.

The Company's liability to the customer shall be limited to a pro rata refund or credit of amounts paid for listings affected thereby. The subscriber's recovery for any and all damages resulting from errors or omissions in the listing information furnished by the Company to the customer for use in directories shall be limited to the amount of actual impairment of the subscriber's service and in no event shall exceed one-half the amount of the charge to the subscriber for Local Exchange Service during the period covered by the directory, or \$500.00, whichever is less.

The Company's liability for intentional or gross fault is not hereby limited.

Any claim or demand by the customer based on alleged errors or omissions in the information furnished must be brought to the attention of the Company within sixty (60) days of the time the information is furnished to the customer.

- M. Failure of the customer to indemnify the Company under the provisions of A38.2.2.K. will constitute grounds for suspension or termination of service.

A38.2.3 Rates and Charges

- A. The following rates for use of Directory Publishers Database Service (DPDS) apply:

1. Each Single Central Office NPA-NXX Listing File Requested; for use to publish

	Rate	USOC
(a) Single edition of a printed directory, Per Listing	\$.04	NA
(b) Multiple editions of printed directories, Per Listing	.12	NA
(c) CD ROM directory, Per Listing	.18	NA

2. (DELETED)

BELLSOUTH
TELECOMMUNICATIONS, INC.
FLORIDA

ISSUED: May 16, 1997
BY: Joseph P. Lacher, President -FL
Miami, Florida

GENERAL SUBSCRIBER SERVICE TARIFF

First Revised Page 9
Cancels Original Page 9

EFFECTIVE: May 21, 1997

A38. LISTING SERVICES

A38.2 Directory Publishers Database Service (DPDS) (Cont'd)

A38.2.3 Rates and Charges (Cont'd)

A. The following rates for use of Directory Publishers Database Service (DPDS) apply: (Cont'd)

3. Weekly Business Activity Report¹ (WBAR)

	Rate	USOC
(a) Per Central Office NPA-NXX Listing (for all listings in the Central Office requested)	\$.006	NA

4. Cancellation Fees²

	Nonrecurring Charge	USOC
(a) Each Central Office NPA-NXX Listing File	\$-	NA
(b) Each Weekly Business Activity Report	-	NA

5. Daily Update

	Rate	USOC
(a) Each Updated Listing Provided	\$ 1.50	NA

6. Sort Extract

(a) Per Listing	.10	NA
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7. New Connect Report

(a) Per Listing Provided	2.00	NA
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8. Termination Fee³

	Nonrecurring Charge	USOC
(a) For Items 5, 6 and 7 Preceding	\$-	NA

Note 1: The minimum service period is one month.

Note 2: The nonrecurring charge will be computed to allow the Company to recover all costs incurred by the Company for work performed prior to cancellation.

Note 3: The nonrecurring charge will be computed to allow the Company to recover all developmental costs incurred by the Company.

EXHIBIT C

A38. LISTING SERVICES

A38.1 Directory Assistance Database Service (DADS)

A38.1.1 Description of Service

- A. Upon request, the Company will provide local exchange subscriber name, address and telephone number listings (except as limited by D. following), solely for the customer's expressed purpose of providing Directory Assistance type services to its end users. The term "end user" denotes any entity who obtains Directory Assistance type services for its own use from a DADS customer. Directory Assistance type services are defined as:

1. Voice Directory Assistance (DA Operator or DA Operator System assisted), and
2. Electronic Directory Assistance (Data Systems assisted).

- B. DADS is available and may be ordered on a Business, Residence or combined Business and Residence listings basis for each Central Office requested. The data provided will include all eligible listings as outlined in C. and D. following.

- C. DADS will include the following:

1. Base File

An extract containing all qualified listed names, addresses and telephone numbers of Company and Independent Telephone Company (to the extent permitted by contractual agreement with the individual Independent Telephone Companies) subscribers located in a requested NPA, which includes the following:

- a. Listed Name - As input on the Company service order.
- b. Listed Address - House Number Prefix or Suffix, Street Name Prefix or Suffix, Address Prefix or Suffix, Community Name, State Name.
- c. Telephone Number
- d. Account NPA - Originating NPA
- e. Account NXX - Originating NXX
- f. Exchange Code - Originating Community Code
- g. Date - Current date of Extract/Update
- h. Directory Indicator - Alternate Community Name Indicator, if applicable indicator will be set for foreign directory name.
- i. Directory Name - Alternate Community Name, if applicable for foreign directory name listing.
- j. Unique Business/Residence/Government Indicator
- k. Phrase Codes - Special information regarding listing's telephone service (e.g., telephone observing equipment, teletype service for the deaf).

In addition to the preceding listed information, the customer may optionally request Non-Listed listings which will include the information defined in a., b. and c. preceding and/or Non-Published listings which will include information defined in a. preceding.

The Company will require sufficient time (approximately one month) after receiving an order to prepare the Base File.

2. Daily Updates

Daily updates will reflect all listing change activity occurring since the customer's most recent update. The updates are provided on a Business, Residence, or combined Business and Residence basis. The updates shall be used solely by the customer to keep his information current. Delivery of Daily Updates will commence the day after the customer receives his Base File.

A38. LISTING SERVICES

A38.1 Directory Assistance Database Service (DADS) (Cont'd)

A38.1.1 Description of Service (Cont'd)

- D. DADS is not a verbatim copy of the Company's Directory Assistance (DA) Database or of the Company's Directory. The following listings will not be provided with DADS:
 - 1. (DELETED) (D)
 - 2. (DELETED) (D)
 - 3. Secondary Listings
 - 4. (DELETED) (D)
 - 5. Listings that are deemed by the Company as inappropriate to provide
- E. The Company reserves the right to exclude any name at the request of the Company's subscribers.
- F. License fees, Cancellation fees, and Termination Liability fees for DADS are as set forth in A38.1.3 following.

A38.1.2 Regulations

- A. All right, title and interest in and to DADS, including all intellectual property rights pertaining thereto, will remain with the Company. The Company licenses the use of DADS to the customer. The title to DADS shall remain solely with the Company whether or not it is in the possession of a customer.
- B. Use of DADS shall be limited solely to the customer's provisioning of Directory Assistance type services as defined in A38.1.1 preceding.
- C. DADS may not be used for any purpose which violates federal or state laws, statutes, regulatory orders or tariffs.
- D. Except for the permitted uses, the customer shall not disclose DADS to others and shall use due care in providing for the security and confidentiality of DADS. The customer shall not rent, license or resell DADS for any purpose, nor shall customer permit its end users to do the same. The customers shall not reproduce DADS except for the preparation of archival or backup copies. Failure to comply with the provisions of this Tariff shall result in termination of the service and customer shall immediately return to the Company all copies of DADS in its possession and shall make no further use of DADS data. The Company may refuse to furnish the service when it has reasonable grounds to believe that such service shall be used in violation of this Tariff. Upon customer termination of DADS the customer shall return all copies of DADS or provide adequate written proof that the data has been removed from their system and destroyed.
- E. The minimum service period for DADS is twelve (12) months. The regulations as set forth for deposits and payment of service in A2.4 of this Tariff shall apply. If a customer cancels an order for the Base File prior to the scheduled delivery date, the customer shall pay the Company a cancellation fee as specified in A38.1.3.B. If a customer terminates his subscription to DADS on or after the scheduled delivery date of the Base File, termination fees are due as outlined in A38.1.3.C.
- F. The customer shall provide written specifications, signed by a duly authorized representative of the customer, for each DADS order. All orders must be confirmed in writing by the customer. The Company shall not be liable for any errors or deficiencies in the data provided. The customer agrees to release the Company from any and all liability which may arise due to any errors and omissions in the Company's listings.
- G. The customer shall protect, indemnify, save harmless and defend the Company from and against any and all loss, liability, damages and expense arising out of any demand, claim, suit or judgment for damages that may arise out of the Company's supplying of DADS or use of data contained therein irrespective of any fault, failure, or negligence on the part of the Company.
- H. Unless, expressly permitted, neither the customer nor its employees, agents or representatives shall represent in any way to any person or make any advertising claim that its directory assistance type service is sponsored or approved by the Company or that the Company or any of its affiliates are in any way connected with the customer or that the Company or any of its affiliates have any responsibility for the customer's service.

**SOUTH CENTRAL BELL
TELEPHONE COMPANY
LOUISIANA**
ISSUED: August 16, 1995
BY: President - Louisiana
New Orleans, Louisiana

GENERAL SUBSCRIBER SERVICES TARIFF

Second Revised Page 3
Cancels First Revised Page 3

EFFECTIVE: September 15, 1995

A38. LISTING SERVICES

A38.1 Directory Assistance Database Service (DADS) (Cont'd)

A38.1.2 Regulations (Cont'd)

- L. Unless expressly permitted in writing, the customer, its employee, representative or agent shall not use any method of advertisement, solicitation, order form, billing service, intermediary, promotional material or any written or device which would tend to cause the impression or imply that the customer was or is associated with or sponsored by the Company or any of its affiliates. In addition, the customer shall immediately display its name on each of the above and identify itself by name when providing directory assistance type services to its end user.
- J. The customer shall remit to the Company monthly an invoice statement of usage by Central Office.
- K. The customer shall make available to the Company upon request necessary records to allow the Company to audit the number of requests received from the DADS customer's end users. The Company may perform an audit at anytime. The results of the audit will be presented to be correct. The Company will adjust the customer's bill and will bill the customer per the results of the audit.
- L. The Company may terminate the service when it has reasonable grounds to believe that full payment is not being made.
- M. The customer will be billed a usage charge as determined by the Company in the event the customer does not report their usage on a monthly basis.
- N. Prior to receipt of the Basic Rate the customer must provide the Company with a written plan outlining the method used to receive and accumulate the amount of usage to be reported to the Company.

A38.1.3 Rates and Charges

A. The following license fees apply for Directory Assistance Database Service.

1. (DELETED)																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																			
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A38. LISTING SERVICES

A38.1 Director / Assistance Database Service (DADS) (Cont'd)

A38.1.3 Rates and Charges (Cont'd)

C. Termination Fees¹

1. On or after scheduled delivery of initial base file

(a) Per Termination

Nonrecurring Charge	USOC
\$-	NA

A38.2 Director Publishers Database Service (DPDS)

A38.2.1 Description of Service

- A. At the request of a customer, the Company will provide Directory Publishers Database Service (DPDS) to a customer solely for the compilation, production, publication correction, and distribution of directories in printed booklet, CD ROM or diskette directories: alphabetical and/or numerically sequenced classified telephone directories for general telephone number service and/or for the sale or solicitation of advertising from business customers to be contained in a published directory. A directory is defined as a dated, tangible alphabetical and/or numerically sequenced list containing the listed names, addresses, primary business classification (where available) and telephone numbers of BellSouth's subscribers located within the central office. NPA-NXX codes requested for publishing in printed, diskette or CD ROM format. (C)
- B. Directory Publishers Database Service (DPDS) will optionally provide a Weekly Business Activity Report (WBAR) which may be used for the sale or solicitation of advertising to be contained in a published directory. The WBAR may also be used for update and/or delivery of directories; however, WBAR may not be suitable for these purposes. The customer assumes full responsibility for the use of the WBAR to update and deliver directories.
- C. BellSouth will commence development of a New Connect Report (NCR) upon receipt of a bona fide order(s) for such service; which may then be provided as a DPDS option to be implemented 30 days from the initial order date. While there would be no minimum subscription period for NCR, the ordering customer(s) would be required to pay BellSouth a minimum of the entire cost of service development, regardless of the subscription period. In the event the ordering customer(s) cancel service prior to the time the Company has recovered its costs via rates paid for the NCR option(s), these costs will be recovered via a termination fee to be paid by the customer(s). The termination fee would be equal to the difference in rates paid for the option by the customer(s) to BellSouth and the Company's total development costs incurred. (N)
- The NCR option developed would include provision of only the names, telephone numbers, listed address and billing addresses (if different from the listed address) of new BellSouth residential and/or business subscribers (ordering DPDS customers may specify residence, business or both). The listing data provided would include only the complete mailing addresses for non-listed and non-published numbers. Residence listings provided via NCR may be used solely for the purpose of delivering telephone directories. Business listings provided via the NCR may be used for soliciting yellow page advertising and for delivering directories. (N)
- D. BellSouth will commence development of a Sort Extract option which would provide a one time extract of listings sorted in any of the following sequences: NPA-NXX code, zip code (when available on records), residential customer, business customer and/or "A to Z" extractions of foreign exchanges, remote call forwarding and 800 numbers upon receipt of a bona fide order(s) for such service. In the event a bona fide order is received, the Sort Extract option may then be provided as a DPDS option to be implemented 30 days from the initial order date. While there would be no minimum subscription period for Sort Extract option, the ordering customer(s) would be required to pay BellSouth a minimum of the entire cost of service development, regardless of the subscription period. In the event the ordering customer(s) cancel service prior to the time the Company has recovered its costs via rates paid for the Sort Extract option, these costs will be recovered via a termination fee to be paid by the customer(s). The termination fee would be equal to the difference in rates paid for the option by the customer(s) to BellSouth and the Company's total development costs incurred. (N)

Note 1: The DADS termination fee applies when the customer requests termination of DADS service prior to the 12 month minimum subscription period. The termination fee will be determined by multiplying the number of months remaining in the 12 month subscription period by the monthly recurring rate, referenced in A38.1.3.A, preceding. (M)

EXHIBIT D

Blue

Today's Weather



Cloudy and
cool
High: 58
Low: 40

October 4, 1999

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sports teams, health clubs

Shopping

gift shops, music, books

Real Estate

agents, services, info

Autos

classifieds, dealers, repairs

Jobs

classifieds, recruiters

Travel

agents, hotels/motels

Education & Training

classes, school directory

Health & Medical

hospitals/doctor directory

Financial/Banking

banks, accountants

Family

activities, child care, pets

Legal Services

lawyer directory, information

Home & Garden

indoor, outdoor, decorating

Community

organizations, landmarks

Transportation

bus schedules, flight times

Computers & Electronics

computers, cell phones, pagers

Business Services

copiers, designers, temp help

Find By Name:

Find By Category:



Find Closest Businesses:

[Search Tips](#)**UpSale Cincinnati** online auctions**TY Bear's Curl Erin**

Auction Ends: 10/14/99

Starting Bid: \$14

Metal Shelving

Auction Ends: 10/09/99

Starting Bid: \$30

Anniversary Band

Auction Ends: 10/12/99

Starting Bid: \$285

[\(more\)](#)**Cincinnati-Jobs.com****Cincinnati Bell****Network Engineering**

Cincinnati

WLWT Channel Five**Graphic Artists**

Cincinnati

Episcopal Retirement**Rec. Coordinator**

Cincinnati

[\(more\)](#)**Push-To-Talk Telephony****Business Headlines:****2211****World News:****2221****Ohio Lottery:****2240**[\(more\)](#)**Talk****Citizens for Community Values**

"You don't want truth, you want to be able to do whatever you want, no matter how perverted."

Citizens for Community Values

"Look in the mirror when you read that. Fantasize about the EVIL acts your 'neighborhood cleansing' project would require."

Local Radio

"Let's open it up again to the people who don't want right-wing radio, and let them say something"

[\(more\)](#)**Visit Our Partners:****97X****Art Services Office****Bengals Premium Seating****Big Brother Big Sister****Cincinnati Art Museum****Cincinnati Autos****Cincinnati Bar Association****Cincinnati Bell Directory****Cincinnati Cyclones****Cincinnati Citybeat****Cincinnati Fire Museum****Cincinnati First Fans****Cincinnati/NKY Airport****Cincinnati Jobs****Cincinnati Playhouse in the Park****Cincinnati Pops Orchestra****Cincinnati Stuff****Cincinnati Symphony Orchestra****Contemporary Arts Center****Enjoy the Arts START****Fine Arts Fund****Firststar Center****Fuse Internet Access****Greater Cincinnati Relocation Guide****May Festival Chorus****Norwood, Ohio****Paul Brown Stadium****Redwood Rehab. Center****Riverbend Music Center****Saint Xavier High School****Sibcy Cline Realtors****SORTA (Metro Bus)****Starling Chamber Orchestra****Summerfair****Taft Museum****TANK****Team in Training****Up4Sale Cincinnati****WLWT-TV****news**

- Eight dogs kill three-year-old
- Reds continue push for pennant with last night's victory

sports

- Reds in the playoffs--sort of

entertainment

- Xiu Xiu
- Electra-fied

calendar

- Hughes Center College Fair
- Arms and the Women

13

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Washington, DC, USA

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 - Dial this number

(Attorneys)

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 Washington, DC
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(Attorneys)

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2 Listings Found

[New Search](#)

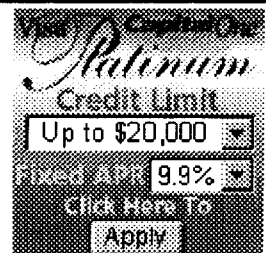
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